



The Commonwealth of Massachusetts  
Executive Office of Health and Human Services  
Department of Public Health  
Bureau of Health Care Safety and Quality  
**Medical Use of Marijuana Program**  
99 Chauncy Street, 11<sup>th</sup> Floor, Boston, MA 02111

CHARLES D. BAKER  
Governor

KARYN E. POLITO  
Lieutenant Governor

MARYLOU SUDDERS  
Secretary

MONICA BHAREL, MD, MPH  
Commissioner

Tel: 617-660-5370  
[www.mass.gov/medicalmarijuana](http://www.mass.gov/medicalmarijuana)

**APPLICATION OF INTENT**  
**Request for a Certificate of Registration to**  
**Operate a Registered Marijuana Dispensary**

**INSTRUCTIONS**

This application form is to be completed by any non-profit corporation that wishes to apply for a Certificate of Registration to operate a Registered Marijuana Dispensary ("RMD") in Massachusetts.

If seeking a Certificate of Registration for more than one RMD, the applicant non-profit corporation ("Corporation") must submit a separate *Application of Intent*, all required attachments, and an application fee for each proposed RMD. Please identify each application of multiple applications by designating it as Application 1, 2 or 3 in the header of each application page. Please note that no executive, member, or any entity owned or controlled by such an executive or member, may directly or indirectly control more than three RMDs.

However, even if submitting an *Application of Intent* for more than one RMD, an applicant need only submit one *Character and Competency form* for each required individual.

Unless indicated otherwise, all responses must be typed into the application forms. Handwritten responses will not be accepted. Please note that character limits include spaces.

Attachments should be labelled or marked so as to identify the question to which it relates.

Each submitted application must be a complete, collated response, printed single-sided, and secured with a binder clip (no ring binders, spiral binding, staples, or folders).

Mail or hand-deliver the *Application of Intent*, with all required attachments, the \$1,500 application fee, and Remittance Form to:

Department of Public Health  
Medical Use of Marijuana Program  
RMD Applications  
99 Chauncy Street, 11<sup>th</sup> Floor  
Boston, MA 02111

RECEIVED

JUN 29 2015

**Application fees are non-refundable and non-transferable.**

MA Dept of Public Health  
99 Chauncy Street  
Boston, MA, 02111

Application 1 of 1 Applicant Non-Profit Corporation \_\_\_\_\_**REVIEW**

Applications are reviewed in the order they are received.

After a completed application packet and fee is received by the Department of Public Health ("Department"), the Department will review the information and will contact the applicant if clarifications/updates to the submitted application materials are needed. The Department will notify the applicant whether they have met the standards necessary to be invited to submit a *Management and Operations Profile*.

If invited by the Department to submit a *Management and Operations Profile*, the applicant must submit the *Management and Operations Profile* within 45 days from the date of the invitation letter, or the applicant must submit a new *Application of Intent* and fee.

**PROVISIONAL CERTIFICATE OF REGISTRATION**

Applicants have one year from the date of the submission of the *Management and Operations Profile* to receive a Provisional Certificate of Registration. If an applicant does not receive a Provisional Certificate of Registration after one year, the applicant must submit a new *Application of Intent* and fee.

**REGULATIONS**

For complete information regarding registration of an RMD, please refer to 105 CMR 725.100.

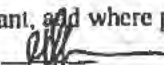
It is the applicant's responsibility to ensure that all responses are consistent with the requirements of 105 CMR 725.000, et seq., and any requirements specified by the Department, as applicable.

**PUBLIC RECORDS**

Please note that all application responses, including all attachments, will be subject to release pursuant to a public records request, as redacted pursuant to the requirements at M.G.L. c. 4, § 7(26).

**QUESTIONS**

If additional information is needed regarding the RMD application process, please contact the Medical Use of Marijuana Program at 617-660-5370 or [RMDapplication@state.ma.us](mailto:RMDapplication@state.ma.us).

Information on this page has been reviewed by the applicant, and where provided by the applicant, is accurate and complete, as indicated by the initials of the authorized signatory here: 

Application 1 of 1 Applicant Non-Profit Corporation \_\_\_\_\_

## CHECKLIST

The forms and documents listed below must accompany each application, and be submitted as outlined above:

- ☒ A fully and properly completed *Application of Intent*, signed by an authorized signatory of the corporation
- ☒ A copy of the Corporation's *Certificate of Legal Existence* from the Massachusetts Secretary of State
- ☒ Financial account summary(ies) (as outlined in Section D)
- ☒ A bank or cashier's check made payable to the *Commonwealth of Massachusetts* for \$1,500.
- ☒ A completed *Remittance Form* (use template provided)
- ☒ A completed and signed *Character and Competency* form (use template provided) for each of the following actors:
  - Chief Executive Officer; Chief Operating Officer; Chief Financial Officer; individual/entity responsible for marijuana for medical use cultivation operations; individual/entity responsible for the RMD security plan and security operations; each member of the Board of Directors; each Member of the Corporation, if any; and each person and entity known to date that is committed to contributing 5% or more of initial capital to operate the proposed RMD. For entities contributing initial capital to operate the proposed RMD, the *Character and Competency* Form must be completed and signed by the entity's Chief Executive Officer/Executive Director and President/Chair of the Board of Directors.

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Application 1 of 1 Applicant Non-Profit Corporation \_\_\_\_\_

## SECTION A. APPLICANT INFORMATION

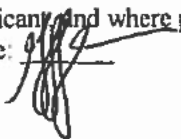
1. Bay State Therapeutics, Inc.  
\_\_\_\_\_  
Legal name of Corporation
2. Gordon Lewis  
\_\_\_\_\_  
Name of Corporation's Chief Executive Officer
3. 77 Taylor Street  
Needham, MA 02494  
\_\_\_\_\_  
Address of Corporation (Street, City/Town, Zip Code)
4. Gordon Lewis  
\_\_\_\_\_  
Applicant point of contact (name of person the Department should contact regarding this application)
5. (617) 549-7518  
\_\_\_\_\_  
Applicant point of contact's telephone number
6. gordon.lewis01@gmail.com  
\_\_\_\_\_  
Applicant point of contact's e-mail address
7. Number of applications: How many *Applications of Intent* do you intend to submit? 1

## SECTION B. INCORPORATION

8. Attach a *Certificate of Legal Existence* from the Massachusetts Secretary of State, documenting that the applicant non-profit entity is incorporated as a non-profit in Massachusetts.

## SECTION C. CHARACTER AND COMPETENCY

9. Attach a *Character and Competency* form (use template provided) for each of the following actors:
  - The Chief Executive Officer; Chief Operating Officer; Chief Financial Officer; individual/entity responsible for marijuana for medical use cultivation operations; individual/entity responsible for the RMD security plan and security operations; each member of the Board of Directors; each Member of the Corporation, if any; and each person and entity known to date that is committed to contributing 5% or more of initial capital to operate the proposed RMD. For entities contributing initial capital to operate the proposed RMD, the *Character and Competency* Form must be completed and signed by the entity's Chief Executive Officer/Executive Director and President/Chair of the Board of Directors.

Information on this page has been reviewed by the applicant and where provided by the applicant, is accurate and complete, as indicated by the initials of the authorized signatory here: 





William Francis Galvin  
Secretary of the  
Commonwealth

*The Commonwealth of Massachusetts*  
*Secretary of the Commonwealth*  
*State House, Boston, Massachusetts 02133*

Date: June 23, 2015

To Whom It May Concern:

I hereby certify that

**BAY STATE THERAPEUTICS, INC.**

appears by the records of this office to have been incorporated under the General Laws of this  
Commonwealth on **June 19, 2015** (Chapter 180).

I also certify that so far as appears of record here, said corporation still has legal existence.



In testimony of which,  
I have hereunto affixed the  
Great Seal of the Commonwealth  
on the date first above written.

*William Francis Galvin*

Secretary of the Commonwealth

Certificate Number: 15067927200

Verify this Certificate at: <http://corp.sec.state.ma.us/CorpWeb/Certificates/Verify.aspx>

Processed by: lgr

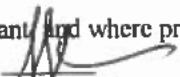
Application 1 of 1 Applicant Non-Profit Corporation \_\_\_\_\_**SECTION D. INITIAL CAPITAL REQUIREMENT**

Describe the sources, types, and amounts of required initial capital in the table below, showing that the Corporation has at least \$500,000 in its control and available for this *Application of Intent* and at least \$400,000 in its control and available for each additional *Application of Intent*, if any, as evidenced by bank statements, lines of credit, or financial institution statements. Add more tables if needed.

If the required funds are being held in an account in the name of an individual or entity other than the Corporation, the individual or authorized signatory of the entity must provide their signature in the "Signature of Account Holder" column. Their signature below indicates that they are committing the amount of their funds identified in the table to the applicant.

In addition to completing this table, submit a one-page financial account summary for each account listed below documenting the available funds, dated no earlier than 30 days prior to the date the *Application of Intent* was submitted to the Department.

Name on Account	Financial Institution	Type of Account	Amount	Signature of Account Holder
Elizabeth Lewis	Morgan Stanley	Brokerage	\$ 696,514.00	
Elizabeth Lewis	Morgan Stanley	Mutual Fund	\$ 163,926.00	
Elizabeth Lewis	Morgan Stanley	IRA	\$ 277,045.00	
Gordon Lewis	Morgan Stanley	IRA	\$ 134,994.00	
-----	-----	<b>TOTAL:</b>	\$ 1,272,479.00	---

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## Account Summary

Filter: Consulting Group Advisor - [REDACTED]

Consulting Group Advisor - [REDACTED]  
FCL MSSB FBO ELIZABETH W LEWIS  
[REDACTED]

Account	Acct. Value	Cash/MMF/BDP	Priced Assets	Accr. Int.	Today's Change	Today's Change %
Consulting Group Advisor [REDACTED]	[REDACTED]					
<b>Total</b>	<b>\$696,514.73</b>	[REDACTED]				

## Asset Summary

By Product TypeBy Broad Asset Class

	Current Value	Prev. Close	Today's Change	% of Assets
[REDACTED]	[REDACTED]			
<b>Totals: ?</b>	<b>\$696,514.73</b>	-	-	-



Contact your Financial Advisor for a detailed asset allocation report

\*Asset Summary charts and percentages do not reflect Accrued Interest amounts.

## Linked Loans(s)

[REDACTED]

## Spending Power

Cash Available	\$38,426.51	Your Total Spending Power is the amount available for debit card purchases, ATM withdrawals, AAA checks, Online Bill Payments, wire
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## Account Summary

Filter: TRAK Fund Solution - [REDACTED]

## TRAK Fund Solution - [REDACTED]

ELIZABETH W LEWIS  
77 TAYLOR STREET

BRIEF

Account	Acct. Value	Cash/MMF/BDP	Priced Assets	Accr. Int.	Today's Change	Today's Change %
TRAK Fund Solution - [REDACTED]	[REDACTED]					
<b>Total</b>	<b>\$163,926.02</b>	[REDACTED]				

Asset Summary

By Product TypeBy Broad Asset Class

	Current Value	Prev. Close	Today's Change	% of Assets
[REDACTED]	[REDACTED]			
<b>Totals:</b>	<b>\$163,926.02</b>	-	-	-



Contact your Financial Advisor for a detailed asset allocation report

\*Asset Summary charts and percentages do not reflect Accrued Interest amounts.

Linked Loan(s)

[REDACTED]

Spending Power

Cash Available

\$33,244.81 Your Total Spending Power is the amount available for debit card



DJIA 14,144.07 +24.29

NASDAQ 5,160.10 +6.12

S&amp;P 2,124.20 +1.35

Morgan Stanley

## Account Summary

Filter: TRAK Fund Solution

TRAK Fund Solution

IRA STANDARD

MSSB C/F

ELIZABETH W LEWIS

## Balances

Account	Acct. Value	Cash/MMF/BDP	Priced Assets	Accr. Int.	Today's Change	Today's Change %
TRAK Fund Solution						
<b>Total</b>	<b>\$277,045.04</b>					

## Asset Summary

By Product TypeBy Broad Asset Class

Cash/MMF/BDP	Current Value	Prev. Close	Today's Change	% of Assets
MMF and BDP				
<b>Priced Assets</b>				
Stocks / Options				
TRAK – Advisory Service				
<b>Totals w/o Accrued Interest:</b>				
Accrued Interest				
<b>Totals:</b>	<b>\$277,045.04</b>	<b>-</b>	<b>-</b>	<b>-</b>



Contact your Financial Advisor for a detailed asset allocation report

\*Asset Summary charts and percentages do not reflect Accrued Interest amounts.

## IRA

Distributions	Contributions Current Year	Contributions Prior Year
Current Month	\$0.00	Deductible
	Deductible	\$0.00

## Account Summary



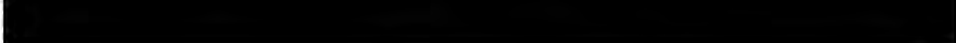
Filter: TRAK Fund Solution - TRAK Fund Solution - 

IRA STANDARD

MSSB C/F

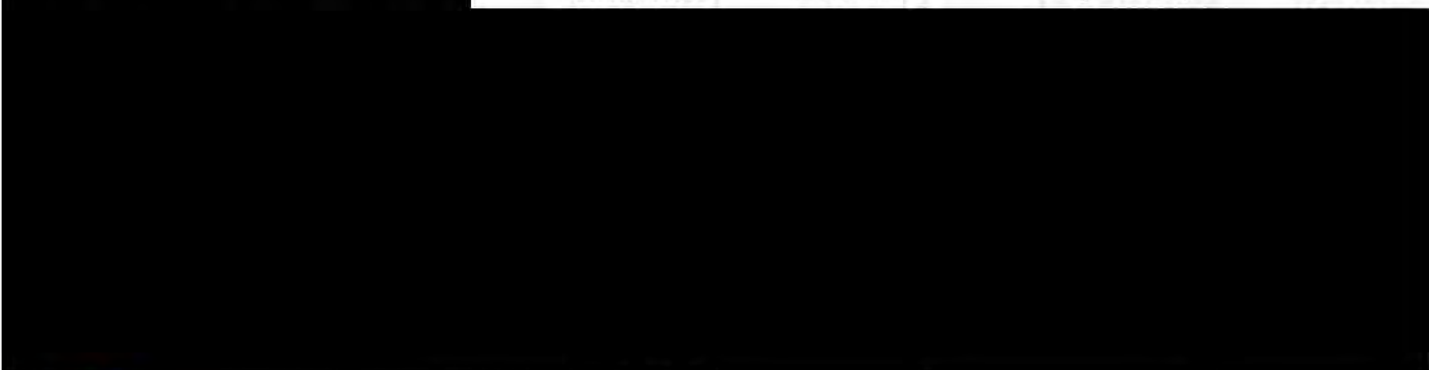

GORDON S LEWIS

## Balance

Account	Acct. Value	Cash/MMF/BDP	Priced Assets	Accr. Int.	Today's Change	Today's Change %
TRAK Fund Solution - 						
Total	\$134,994.29					


## Asset Summary

By Product TypeBy Broad Asset Class

	Current Value	Prev. Close	Today's Change	% of Assets
				
Totals: 	\$134,994.29	-	-	-

Application 1 of 1 Applicant Non-Profit Corporation \_\_\_\_\_**ATTESTATIONS**

Signed under the pains and penalties of perjury, I, the authorized signatory for the applicant non-profit corporation, agree and attest that all information included in this application is complete and accurate and that I have an ongoing obligation to submit updated information to the Department if the information presented within this application has changed.

  
 \_\_\_\_\_  
 Signature of Authorized Signatory  
 Gordon Lewis

06/29/2015


Date Signed

Print Name of Authorized Signatory

President

Title of Authorized Signatory

I hereby attest that if the non-profit corporation is allowed to proceed to submit a *Management and Operations Profile*, the applicant non-profit corporation is prepared to pay a non-refundable application fee of \$30,000 and the cost of all required background checks, and comply with all *Management and Operations Profile* and *Siting Profile* requirements.

  
 \_\_\_\_\_  
 Signature of Authorized Signatory  
 Gordon Lewis

06/29/2015


Date Signed

Print Name of Authorized Signatory

President

Title of Authorized Signatory

I hereby attest that I understand that registered marijuana dispensaries are required to conduct background investigations of proposed Dispensary Agents, that such background investigations are subject to the Department's inspection and review, and that the applicant non-profit corporation will not engage the services of a Dispensary Agent that has ever been convicted of a felony drug offense in Massachusetts, or a like violation of the laws of another state, the United States, or a military, territorial, or Indian tribal authority.

  
 \_\_\_\_\_  
 Signature of Authorized Signatory  
 Gordon Lewis

06/29/2015

Date Signed

Print Name of Authorized Signatory

President

Title of Authorized Signatory

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